

RECORDATION NO.

10817-5
FILED

SEP 24 '04

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SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036
(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

September 24, 2004

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Satisfaction of Conditional Sale Agreement and Termination of Lease, dated as of September 23, 2004, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Conditional Sale Agreement and the Lease previously filed with the Commission under Recordation Numbers 10817 and 10817-C.

The name and address of the party to the enclosed document are:

Owner Trustee/
Lessor:

U.S. Bank National Association
(successor to State Street Bank and
Trust Company of Connecticut, N.A.)
225 Franklin Street
Boston, Massachusetts 02110

A description of the railroad equipment covered by the enclosed documents is:

150 boxcars MEC 20000 through MEC 20149, inclusive.

Mr. Vernon A. Williams
September 24, 2004
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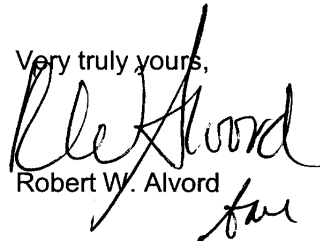
A short summary to appear in the index follows:

Notice of Satisfaction of Conditional Sale Agreement and
Termination of Lease

Also enclosed is a check in the amount of \$30.00 payable to the order of
the Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed documents to the
undersigned.

Very truly yours,

A handwritten signature in cursive script, appearing to read "R. W. Alvord", with a small flourish at the end.

Robert W. Alvord

RWA/anm
enclosures

SEP 24 '04

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**NOTICE OF SATISFACTION OF CONDITIONAL SALE AGREEMENT
AND TERMINATION OF LEASE**

SURFACE TRANSPORTATION BOARD

The undersigned, U.S. Bank National Association (as successor to State Street Bank and Trust Company and The Connecticut Bank and Trust Company), not in its individual capacity but solely as successor Owner Trustee and Lessor, publishes this notice that the terms and conditions of the Conditional Sale Agreement, dated as of August 1, 1979 (the "CSA"), between The Connecticut Bank and Trust Company, as Owner Trustee, and FMC Corporation, as Builder, have been satisfied in full and that the Lease of Railroad Equipment, dated as of August 1, 1979, as subsequently amended or modified (the "Lease"), with Maine Central Railroad Company, as Lessee, has expired in accordance with its terms and has been terminated. Accordingly, U.S. Bank National Association releases any interests it may have under the aforesaid CSA and Lease in the railroad equipment described below.

The CSA and the Lease were originally filed with the Interstate Commerce Commission (now the Surface Transportation Board) on September 14, 1979 under Recordation Numbers 10817 and 10817-C (with Amendments thereto filed under Rec. Nos. 10817-D and 10817-E). The CSA and the Lease, as amended, covered 150 boxcars identified as MEC 20000 through MEC 20149, inclusive.

IN WITNESS WHEREOF, U.S. Bank National Association has caused this instrument to be executed by its officer thereunto duly authorized this 23 day of September, 2004.

U.S. Bank National Association,
not in its individual capacity but
solely as successor Owner Trustee,
Lessor

By: Name: DONALD E. SMITH
Title: VICE PRESIDENTSTATE OF MASSACHUSETTS
COUNTY OF SUFFOLK)
) ss:
)

On this 23 day of September, 2004, before me personally appeared DONALD E. SMITH, to me personally known, who, being by me duly sworn, said that he/she is VICE PRESIDENT of U.S. Bank National Association, that he/she is authorized to execute the foregoing instrument on behalf of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of foregoing instrument was the free act and deed of the corporation.


NOTARY PUBLIC

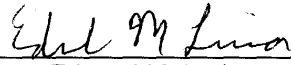
My commission expires:

MARIE A. HATTINGER
My Commission Expires August 16, 2007

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: September 24, 2004



Edward M. Luria